

Exhibit A

CRC'S UNIQUE TECHNOLOGY AND HOW IT CAN BE USED

CRC will employ two cutting-edge technologies to fulfill its mission.

Interactive Voice Response (IVR) Canvassing

Using T-1 phone lines and a patent-pending IVR technology, CRC can phone canvas all 125,000 registered households in a typical congressional district up to three times, on a whole array of issues, for only \$12,500. If the up-front costs of a 10-question survey are shared by 10 different issue organizations, each organization would only have to contribute \$1,250 to cover its share of the cost.

The IVR technology to be used allows respondents to verbally answer "yes" or "no" to questions. Making up to three calls over three days in order to reach a live respondent will typically result in 50% of households being successfully reached with a live respondent answering. Many respondents will hang-up. But 40% of respondents reached will answer at least the early questions in the canvas. In a typical congressional district, that means responses will be reached from 25,000 households.

If, on a given issue, 50% of respondents agree with our center-right position, we will have identified 12,500 individual supporters of our position. These 12,500 supporters can be re-canvassed with more probing questions concerning their depth of interest in the specific issue for as little as \$1,250. Since individuals who have responded to a IVR survey once will typically respond to an IVR survey again, 80% of these respondents, or 10,000 households, can be expected to answer the follow-up survey.

If 25% of these households say they are willing to join the issue organization to advance the cause, the issue organization will have identified 2,500 membership prospects for only \$2,500.

Web Army Mobilization (WAM) Technology

CRC is also developing web software that should make it possible to mobilize and maintain a standing army of volunteers to help it in its legislative and political battles.

To be specific, its WAM technology will enable CRC's grassroots volunteers to go to CRC's website, enter their personalized password, and download a script concerning an issue they care about, together with the name and phone number of a targeted voter who we've identified as also caring about that issue. After the volunteer speaks with the voter and inputs any additional information about him or her, all the volunteer will need do is press "Enter" and the name and phone number of a second targeted voter will appear on the volunteer's screen, even as the computer record of the first targeted voter is updated with any newly input data.

This technology will eliminate the need to distribute paper lists to phone volunteers; will make it possible to keep a centralized, real-time record about what voters have been called, and what voters still need to be called; will make it possible to change scripts or call priorities instantaneously; and will immediately transfer information about follow-up phone calls that need to be made, or follow-up letters that need to be sent.

Moreover, the way CRC is organizing the technology's application will also help CRC keep its volunteers motivated. When volunteers personally care about the issue they are calling about, they like the experience more and make better advocates. When they call voters who have been pre-identified as caring about that same issue (and consequently get a lot of positive response), it further improves their volunteer experience, even as it increases the return on their effort (e.g. the number of voters who, after being called by the

volunteer, follow-through and call their elected representatives on an issue). Most importantly of all, when we determinedly organize a huge number of volunteers to be calling at the same time, and generate thousands of voter follow-through calls to elected officials, the volunteers know that their work does have real legislative and political impact, which is the most gratifying result of all.

An organization that can put 500 volunteers on the phone each evening for a week, and mobilize several thousand voters to place follow-through phone calls to their elected representatives each day for a week, can pass just about anything!

Web Army Mobilization (WAM) Program Requirements

What I call Web Army Mobilization software will be, in essence, distributed call center technology. It will enable volunteers, working from home via the worldwide web, to effectively mobilize voter action in support of certain causes and campaigns. The way I envision the program working for **People Power New Jersey, Inc. (PPI)** is as follows:

- 1) Before a volunteer can enter the system, the volunteer should first need to **be approved by the WAM Administrator.**
- 2) An approved volunteer will go to the **PPI website.**
- 3) The volunteer will **Login** using his or her first and last name.
- 4) The volunteer will then need to use a **Password** which we have given to the volunteer. (We will need to have a system for helping volunteers retrieve their password if they forget it.)
- 5) On the basis of the volunteer's password, WAM will identify the volunteer, and put up a **Personalized Greetings/Instructions Page** that greets the volunteer by name and provides volunteer-specific instructions.
 - A) The **Greetings Section** of this page should always *greet the volunteer by name*, and provide the volunteer a quick orientation in connection with the day's calls. This orientation should review for the volunteer: 1) *who* the volunteer is calling for (i.e. the "Sponsoring Organization"); 2) *where* the volunteer will be calling into; and 3) *what* the volunteer will be calling about. (For example, the Greetings Section may say, "Hello, John. Today we are going to be making calls for Empower The People to voters in Essex County who want to help pass legislation that will solve New Jersey's property tax problem.") The Greetings Section should also allow the volunteer to click to the website of the Sponsoring Organization to get a status report on how the campaign is progressing, and to learn about up-coming campaign-related events.
 - B) **The Instructions Section** of this page should provide campaign-specific instructions to the volunteer about the calling work they are about to do. If the volunteer has Prospect Cards (see below) in his or her Reserved Deck (see below), the instructions the volunteer receives will be slightly different than if the volunteer does not. Instructions will also vary depending upon whether the volunteer is a Prospecting Volunteer (see below) or a Follow-Up Volunteer (see below).
 - C) On the right side of the Instructions Section , there should be a box which volunteers can click to **"Begin Phone Calls Now."** (See below.)

- D) Just below this box, there should be a second box which volunteers can click to **"Access Reserved Deck."** (Again, see below.)
- 6) When volunteers who have been designated by the Sponsoring Organization as **Prospecting Volunteers** click on the "Begin Phone Calls Now" box, the WAM system should access the **Prospect Deck** (i.e. the list of prospect households to be called within the next two days), and bring up the **Prospect Card** (see below) that is on the top of the Prospect Deck.
- A) As described below, some Prospect Cards will come up with a big, bright **Stamp** at the top of the Card. Most will not have such a Stamp.
- B) Next, there should be a **Name Section** that stretches across the Card from left to right, with the **Main Household Phone Number** of a household highlighted and slightly indented at the top of the section. To the right of this Main Household Phone Number, there should be a box which volunteers can click to **"End Phone Calls Now."** (Clicking this box should allow the volunteer to exit the system.) Below this first line in the Name Section, there should be three columns. In the left column, there should be a **List of Adults** in the household. In the middle column, there should be for each adult a **Drop Down Box** which allows their e-mail address, additional phone numbers, and secondary addresses to be input, if not already recorded in PPI's **Central Data Base**. In the right column, there should be the **Household Mailing Address**.
- C) Below this Name Section, beginning at the left margin and taking up three-quarters of the page, there should be a **Script Section** with various **Fill-In Spaces**. Some of these spaces should be pre-filled with information from the **Voter Record** (i.e. information on each of the voters in a household that is kept in the Central Data Base), and some should be blank, to be filled-in by a volunteer in the course of their conversation with a Prospect. (Note: even the pre-filled spaces should be editable by the volunteer.) When a volunteer call is completed, some volunteer-entered **Fill-In Information** should automatically be added to the Central Data Base's Record of the Voter. Other Fill-In Information should automatically be e-mailed to a computer file (at PPI, but in the name of the Sponsoring Organization) that will automatically produce follow-up e-mails or mailings. (For the sake of clarity, we will call such e-mailed Fill-In Information a **"Fulfillment Memo."**) The script should also, selectively, allow an **Immediate Response E-Mail** to be sent to the Prospect even before the volunteer's phone conversation with the Prospect is completed. (An example of when an Immediate Response E-Mail may be desirable is when a Prospect requests summary information about the campaign in progress and wants to read it even before getting off the phone with the volunteer.) Finally, every script should allow the Prospect to clarify that the Prospect would, in fact, not like to work with the Sponsoring Organization.

- D) To the right of this Script Section, running down the right hand margin of the computer screen, there should be a **Call Status Column** of boxes. At the top of the column, there should be a **"Print and Reserve"** box that, if clicked, would allow the volunteer to print out the Prospect Card and reserve it for one day for work away from the computer. Below this box, there should be a **"Disconnected"** box that, if clicked, would: 1) record the fact that the number is no longer connected; 2) send a Fulfillment Memo to the WAM Administrator about this fact; 3) send the Prospect Card to a **Disconnected Deck** (see below); and 4) bring up the next Prospect Card. Below this box, there should be a **"No Answer"** box that, if clicked, would: 1) record the fact that no one answered the call; 2) send the Prospect Card to the bottom of the Prospect Deck to be called again the next day; and 3) bring up the next Prospect Card. Below this box, there should be a **"Left Message"** box that, if clicked, would: 1) record the fact that a message was left for the prospect; 2) send the Prospect Card to the bottom of the Prospect Deck to be called again the next day; and 3) bring up the next Prospect Card. Below this box, there should be a **"Hung Up"** box that, if clicked, would: 1) record the fact that the prospect hung up the phone on the volunteer; 2) send the Prospect Card to a **No Contact Deck** (see below); and 3) bring up the next Prospect Card. Below this box, there should be a **Partially Completed Call** box that, if clicked, would: 1) record the information that the volunteer was able to obtain from the Prospect; 2) allow the volunteer, via drop down box, to enter a **Call Again Time** when the Prospect should be called again; 3) send the Card into a **Holding File** within the Prospect Deck, where it would be released to the top of the Deck at that Call Again Time; and 4) bring up the next Prospect Card.
- E) At the bottom of the page, beginning at the left margin and taking up three-quarters of the page, there should be a **Notes Section**. This section should allow the volunteer to write a note that would automatically be sent to the WAM Administrator or, alternatively, to the Field Coordinator for that particular campaign.
- F) To the right of this Notes Section, on the right hand margin of the computer screen, there should be a **Call Completed** box that, if clicked, would: 1) record all of the information entered by the volunteer into the Central Data Base Record of the Voter; 2) *in cases where the Prospect would NOT, in fact, like to work with the Sponsoring Organization*, send the Prospect Card to a **Prospect No Interest Deck** (where it will just sit till the campaign is over) ; 3) *in cases where the Prospect would INDEED like to take action on the Sponsoring Organization's behalf*, send out any necessary Fulfillment Memos (such as those generating a Confirmation Letter to the Prospect), and then send the Prospect Card to an **Activist Deck** (see below); and 4) bring up the next Prospect Card.
- 7) The **Prospect Deck** will be constantly changing.
- A) When the Print and Reserve box is clicked in connection with a Prospect Card, that Card should be placed in a **Reserved Deck** for the specific volunteer who

reserved it. It should remain in that Reserved Deck either for 24 hours, or until the volunteer accesses his or her Reserved Deck and follows-up with the Prospect, whichever comes first. At the end of 24 hours, if the reserved Prospect Card is not acted upon, it should be returned to the bottom of the Prospect Deck. If the Card is acted upon, it should be processed as if drawn directly from the Prospect Deck. *(Note: unless given special permission by the WAM Administrator, no volunteer should be allowed to print out more than 10 Prospect Cards in a day.)*

- B) When the Disconnected box is clicked, that Prospect Card should be placed in a **Disconnected Deck** for special action by the WAM Administrator. The WAM Administrator (or a designated volunteer) will recheck the phone number. (In most instances, the phone number will, in fact, still be connected, because if it were not, the Prospect Card would never have made it into the Prospect Deck.) If the phone number is still connected, or if a new phone number for the Prospect can be found, the Prospect Card will be returned to the Prospect Deck. If the phone number is not connected, and no new phone number can be found, the Central Data Base Record for the Voters will be edited to remove the phone number and the Prospect Card will be sent to the Prospect No Interest Deck, where it will sit until the campaign is over.
- C) When the No Answer or Left Message box is clicked in connection with a Prospect Card, that Card should automatically be reshuffled to the bottom of the Prospect Deck. But no card should be reshuffled more than 3 times. After the fourth failure to contact a Prospect, the Prospect Card should be placed in a **No Contact Deck** and a Fulfillment Memo should be sent out to a Fulfillment Memo should be sent to PPI instructing that a **Follow-Up Letter**, in the name of the Sponsoring Organization, be mailed to the Prospect with instructions. This letter will instruct the Prospect to call an Interactive-Voice Response enabled **Prospect Contact Number** and record their continued interest in assisting the Sponsoring Organization. If the Prospect calls the Prospect Contact Number and reconfirms interest in assisting the sponsoring organization, the Prospect Card will be placed on the top of the Prospect Deck. If the Prospect never calls the Contact Number, the Prospect Card will be sent to the Prospect No Interest Deck.
- D) When the **Hung Up** box is clicked, the Prospect Card will immediately be sent to the No Contact Deck and processed as described above.
- E) When the **Partially Completed Call** box is clicked, the system should process the Card as previously described, with the Card moved into a Holding File.
- F) When the **Call Completed** box is clicked, the system should process the Card as previously described, with the Card sent out of the Deck.
- G) Additionally, on an almost daily basis, the WAM Administrator will be auto-canvassing voters in targeted legislative districts using a different technology. Once voters positively identify themselves as interested in supporting the

objectives of the sponsoring organization, they should receive follow-up phone calls from volunteers within two or three days. To ensure that this happens, the WAM Administrator should conduct only as many household auto-canvasses, and load only as many **new Prospect Cards** into the Prospect Deck, as can be called within two or three days. This loading should occur at midnight each evening, with the New Prospect Cards being added to the bottom of the Prospect Deck, right behind the older Prospect Cards which (because of “No Answer” and “Left Message” clicks) had been reshuffled to the bottom of the deck during the prior evening’s calling hours.

- 8) As mentioned above, the **Activist Deck** is created when a completed prospecting call results in a Prospect affirming his or her willingness to take action on the Sponsoring Organization’s behalf. The Prospect then becomes known as an **Activist**.
 - A) When a Prospect Card enters the Activist Deck, it should be re-configured into an **Activist Card** that: 1) in the Name Section, highlights the name of the particular household member(s) who has/have committed to take action; 2) replaces the Script Section with a new script; 3) has a Call Status Column that mirrors the Status Column on Prospect Cards; 4) includes a **Reply Section** where **No Interest** can be recorded, or alternatively, where **Fulfilled Commitments** can be recorded, and which *also* includes an “**All Completed**” box, a “**Telephone Thanked**” box, and a “**Willing to Volunteer**” box; followed 5) by a Notes Section (same as on Prospecting Cards); and 6) has a Call Completed box in the bottom right-hand corner of the page, next to the Notes Section.
 - B) Cards placed into the Activist Deck should be able to be **segregated by electoral district or county** (depending on the nature of the particular campaign), and should be ordered by date of entry, with the oldest Activist Cards on top. This segregation of Cards will allow follow-up by specific volunteers who are assigned to organize that electoral district or county.
 - C) As a rule, these Cards will be followed-up upon by more highly trained volunteers. Accordingly, when these **Follow-Up Volunteers** login and enter their passwords into the system, the Personalized Greetings/Instructions Page that comes up for them should inform them that they will be drawing from the Activist Desk, not the Prospect Deck (unless there are no Cards in the Activist Desk).
 - D) Activists who have e-mail addresses should automatically have been sent a **Confirmation E-Mail** (from PPI, but in the name of the sponsoring organization) when the Call Completed box on their Prospect Cards was clicked by a Prospecting Volunteer. These Confirmation E-Mails should: 1) include **Information About The Campaign** in progress; 2) mention **Up-Coming Events** by the Sponsoring Organization in the Activist’s area; 3) include **Activist Instructions** and an **E-Mail Petition** for the Activist to sign; 4) include a **Reply Section** where each Activist can check off (and, in the process, automatically e-mail back information concerning) the commitments that the Activist has fulfilled

for the Sponsoring Organization; and 5) include a **No Interest** box which the Activist can click if, on second thought, the Activist decides on second thought that he or she does NOT want to work with the campaign. Whenever Activists reply that they have fulfilled one or more of their commitments, they should automatically receive an **E-Mailed Thank You**. Moreover, when these Activists complete all of their commitments, the system should: 1) automatically send them a *real big* E-Mailed Thank You; 2) stamp a big, bright "All Completed" message on the top of their Activist Cards in the Activist Deck; and 3) place their Activist Cards on top of the Activist Deck for their electoral district or county so that they can receive a **Telephoned Thank You** from a Follow-Up Volunteer, together with invitations to become Volunteers themselves. When an Activist clicks the No Interest box, their Activist Card should be sent to an **Activist No Interest Deck** (where it will just sit until the campaign is over).

- E) Activists who do not have e-mail addresses should automatically have been sent a **Confirmation Letter** (from PPI, but in the name of the sponsoring organization) when the Call Completed box on their Prospect Cards was clicked by a Prospecting Volunteer. These Confirmation Letters should mirror the Confirmation E-Mails described above, but the Reply Section, instead of automatically e-mailing back information from the Activist, should instruct the Activist to call an Interactive Voice Response-enabled **Activist Reply Number** to confirm that they have either fulfilled their various commitments, or have No Interest in the campaign. (Note: whenever Activists reply that they have fulfilled one or more of their commitments, they should automatically receive a **Thank You Letter**. Moreover, when these Activists complete all of their commitments, the system should: 1) automatically send them a *real big* Thank You Letter; 2) stamp a big, bright "All Completed" message on the top of their Activist Cards in the Activist Deck; and 3) place their Activist Cards on top of the Activist Deck for their electoral district or county so that they can receive a **Telephoned Thank You** from a Follow-Up Volunteer, together with invitations to become Volunteers themselves.) If the Activist expresses No Interest in the campaign, their Activist Card should be sent to the Activist No Interest Deck.
- F) Both Confirmation E-Mails and Confirmation Letters should come straight from PPI, in the name of the Sponsoring Organization, and should **not be alterable**.
- G) When the Activist Cards of **Activists With E-Mail** are placed into the Activist Deck, they will go into a **Holding File** for three days, to allow these Activists to fulfill their commitments on their own before receiving a follow-up phone call. After this **Holding Period** is over, the Card will go to the bottom of the Deck and will be drawable by a Follow-Up Volunteer. When the Activist Cards of **Activists Without E-Mail** are placed into the Activist Deck, they will go into the Holding File for five days, to allow these Activists to fulfill their commitments before receiving a follow-up phone call. After this Holding Period is over, the Card will go to the bottom of the Deck and will be drawable by a Follow-Up Volunteer.

- H) Follow-up Volunteers will be able to **Print and Reserve** Activist Cards from the Activist Deck, just as Prospecting Volunteers can Print and Reserve Prospect Cards from the Prospect Deck.
- I) **If the Follow-Up Volunteer is not able to reach an Activist**, the Follow-Up Volunteer should, as applicable, click the Disconnected, No Answer, Left Message, or Hung Up box in the Call Status Column of the Activist Card, just as a Prospecting Volunteer would in connection with a Prospect Card. The Activist Card will then, as applicable, either: 1) go into an Activist Disconnected Deck; 2) be reshuffled to the bottom of the Activist Deck; or 3) go into an Activist No Contact Deck.
- J) **If the Follow-Up Volunteer is able to reach an Activist, but not complete the call**, the Follow-Up Volunteer should click the Partially Complete Call box, and the card will then be processed the same as if it were it a Prospect Card.
- K) **If the Follow-Up Volunteer is able to reach an Activist, and is able to complete the call**, the Follow-Up Volunteer should: 1) as applicable, click the No Interest Fill-In Space, or the Fulfilled Commitments Fill In Spaces in the Reply Section of the Activist Card; 2) *if applicable*, click the All Completed box; 3) thank the Activist for their Fulfilled Commitments to date; 4) *if all commitments have been completed*, thank the Activist profusely, click the Telephone Thanked box, and ask the Activist if he or she would like to become a volunteer; 5) *if the Activist says "yes" to wanting to become a volunteer*, click the "Willing to Volunteer" box; and 6) when done, click the Call Completed box.
- L) Once the Call Completed box is clicked: 1) if the No Interest box is clicked, the Card should be sent to the Activist No Interest Deck; 2) *if all commitments have not been fulfilled, and yet the Activist is willing to continue working*, the Card should be returned to the Activist Deck's Holding File for another 3 days, after which it will be sent to the bottom of the Activist Deck to be redrawn for further follow-up; 3) if the Willing To Volunteer box is clicked, the Activist Card should be sent to a Volunteer Deck to be reviewed and contacted by a Field Coordinator; 4) if the All Completed box is clicked (either because the Activist has completed all of his or her commitments, or because the Activist has fulfilled at least one commitment, and feels that he or she has done enough for now), the Activist Card (now to be known as a **True Blue Card**) should be sent to a **True Blue Deck**. (These True Blue Activists will be recontacted in the event that the Sponsoring Organization needs them to undertake additional actions in support of its objectives.) In all instances, all Fill-In Information should be automatically recorded in the Central Date Base Record of the Activist.
- 9) It will be very important that this system include a **Volunteer Monitoring** capability that makes it possible for the WAM Administrator or PPI's Field Coordinators to monitor the work of volunteers in real time. For instance, the system should:

- A) Allow the WAM Administrator and designated Field Coordinators to view an **On-Line Volunteer List** that lists: which volunteers are presently on-line, and next to the Volunteer Login Name, lists: 1) how many (if any) Cards they have reserved; 2) how long they have been on-line; 3) how many calls they have made; 4) how many calls they have completed; and 5) what the percentage is of No Interest responses versus partially or wholly positive responses. By clicking on the Volunteer Login Name in the list, the monitors should also be able to get access to the volunteer's history. (See below.)
 - B) Maintain a **Volunteer History** which lists all of the information we have on the volunteer, and which can be accessed both directly and through the On-Line Volunteer List. This Volunteer History should provide: 1) the volunteer's Name; 2) the volunteer's Contact Information; 3) the volunteer's issue interests; 4) a Relationship History that notes details of the volunteer's relationship with PPI (including the training the volunteer has had); 5) a complete Phone Call Record of the volunteer's phone calls using the WAM system; and 6) a Statistical Review at the bottom of the page which allows for the results of those phone calls to be statistically analyzed. Clicking on a specific Phone Call Record should also bring up the Prospect or Activist Record connected to that phone call.
 - C) Send the WAM Administrator or designated Field Coordinators a **Volunteer Flag** when certain Statistical Reviews hint at a potential need for volunteer monitoring.
- 10) An incredibly important part of the WAM system will have to do with **Data Transfer**. The system must be able to:
- A) Receive and send information from/to PPI's **Auto-Canvass Vendor (ACV)**, as well as from/to PPI's Central Data Base.
 - B) Allow volunteers to **access the system via the World Wide Web**.
 - C) Enable volunteers, from the Personalized Greetings/Instructions Page, to be able to **link to Sponsoring Organization websites**, so that they can get campaign updates and/or events information.
 - D) Send out **Fulfillment Memos** to PPI so that, for instance, PPI can generate Confirmation E-Mails or Letters on behalf of the Sponsoring Organization.
 - E) Allow volunteers to e-mail **Notes** to the WAM Administrator or some other PPI staffer.
- 11) To make the administration of this WAM system affordable, it is very important that a trained **WAM Administrator** be able to manage the system without being a software engineer. The WAM Administrator should be able to:

- A) **Control WAM's Password** system, and through it, control when a volunteer is able to access the system, as well as what kind of work the volunteer is permitted to perform. (For example, the Administrator should be able to control which campaign a volunteer will be assigned to if more than one campaign is concurrently in progress, and whether the volunteer will be assigned the work of a Prospecting Volunteer, or a Follow-Up Volunteer.)
- B) Target and select households in PPI's Central Data Base to be up-loaded for auto-canvassing by PPI's Auto-Canvassing Vendor.
- C) Download information gathered by auto-canvassing to the Central Data Base, and to the WAM system's Prospect and Activist Decks.
- D) Upload Scripts onto the WAM system, and designate which volunteers are to work with which scripts.
- E) Connect the WAM System and Central Data Base, so that Fill-In Spaces on WAM Scripts can be pre-filled with data from the Central Data Base Record of a Voter, and so that information gathered by volunteer calls can automatically be transmitted to the Central Data Base Record of a Voter.
- F) Connect the WAM system and other PPI computer files so that Fulfillment Memos can be sent out to generate automatic Confirmation E-Mails or Letters, etc.

People Power America's Revolutionary Prospect Identification & Mobilization Technologies

Introduction

Issue advocacy campaigns win when voters who believe in the cause call their elected representatives. Political candidates win when voters who believe in the candidate or what he or she stands for go to the polls. People Power America, LLC, can help your cause or candidate win by rapidly and inexpensively identifying supportive citizens/voters in your target area and getting them to take the action you need.

Interactive Voice Response (IVR) Canvassing

People Power America can phone canvas any number of households in a target area in a single evening to survey citizens/voters about their attitudes on issues, their willingness to act on behalf of a cause, their support for a candidate, or any other question which can be answered "yes" or "no." Our phone lists include both listed and unlisted phone numbers. Respondents answer verbally. Our computer understands their response and transfers the solicited data to clients electronically. Households where no one is home are called up to three times, either on successive evenings or on any other schedule requested by the client. Messages can be left on answering machines. Clients can use our professional voices or one that they supply. This type of phone canvassing is not limited by restrictions on commercial telemarketing. Live responses to the first question are typically received from 20% of the households canvassed. Meanwhile, the cost for this prospect identification can be as little as ten cents per household canvassed. And non-interactive advocacy calls, where a message is simply played for a live respondent or left on the prospect's answering machine, can be made for as little as eight cents a household.

Web Army Mobilization (WAM) Distributed Call Center Technology

People Power America can also enable your volunteers or paid staff to go to your website, input their login name and password, and download names from a prospect file that you provide us or that our IVR technology creates for you. Names come up on the caller's computer screen one at a time with the telephone script you want that caller to read to that prospect. The caller inputs response or disposition information on the same computer screen using his or her mouse. Immediate follow-up e-mails are sent by our computer with a simple click by the caller. Data and fulfillment instructions are electronically transferred instantaneously per your instructions. When the caller hits "Continue," a new prospect name comes up on his or her computer screen. This technology eliminates the need for organizations to distribute and collect paper call lists,

eliminates the need to input response data separately from its being collected, eliminates the risk of prospects not being called because a given caller is not performing (prospect names are drawn one at a time from the central computer prospect deck), and makes it easy and inexpensive to get out follow-up information by electronic or surface mail. This technology also allows the client to know how many calls are being made by which callers, to know which prospects have been called and what their response has been, and to instantly up-date their records with any data (e.g. e-mail addresses) gleaned from the calls.

The Use of Our Technologies for Issue Advocacy Campaigns

When it comes to moving a legislator's vote on an issue, nothing has more impact than calls from the legislator's constituents.

People Power America's IVR technology makes it possible to canvas every household in a legislator's district in a single evening to ask the legislator's constituents if they support a pending bill. Canvassing a 75,000 household legislative district can be completed for as little as \$7,500. In connection with a bill supported by 50% of respondents, a prospect list of approximately 7,500 supporters can be created in no time flat.

These bill supporters can be asked if they would be willing to sign an e-petition to their legislator, and also to make a phone call to their legislator, encouraging him or her to support the pending legislation. The names of those who respond affirmatively can be automatically added to the WAM system's "Prospect File," and campaign workers (whether paid or volunteer, whether in-district or not) can download this prospect information and a script drafted by the campaign.

Since every prospect to be called will have personally pre-qualified him or herself as willing to sign a petition and/or make an advocacy phone call to the targeted legislator, this follow-up phone work is easy for the campaign worker. Forty calls can be made in an hour. Typically, half will result in messages being left on answering machines, and half will result in the worker getting through to the prospect. A hundred campaign volunteers, working from home or wherever, can easily knock out 7,500 prospect follow-up calls in two hours. Twenty paid phone bankers, working for \$10 an hour, can knock out this follow up calling in ten hours, at a cost to the campaign of no more than \$2,000. All the worker needs to do is confirm the prospect's support of a bill, and then solicit the prospect's e-mail address so that an e-petition can be forwarded for the prospect to sign, together with the target legislator's name and number and a 10-second script for the prospect to use when calling their legislator.

The follow-up e-mail sent out can also include a reply box for the prospect to check when he or she has completed the requested actions. If, after a client specified amount of time, the prospect has not checked the box, the WAM system can automatically send out an e-mail reminder or put the prospect's name back into the prospect file for a second follow-up call by a campaign worker with a new and appropriate script. In this way, bill

supporters can be continually nudged by the campaign until they follow through and make the phone calls to which they have committed.

If even a third of those constituents who said they would make a call to their legislator follow through, the legislator in our example will receive 2,500 phone calls from his or her constituents. State legislators typically don't get more than 10 phone calls on anything. This kind of constituent pressure *can* move them.

Total cost to the campaign to mobilize this massive grassroots pressure: less than \$10,000. And remember, tens of thousands of other constituents will also have received a campaign message on their answering machine, increasing voter awareness of the issue in the targeted legislator's district.

The Use of Our Technologies for Political Campaigns

People Power America's prospect identification and mobilization technologies have even more powerful applications for political campaigns.

A candidate can use People Power America's IVR technology to run a multi-issue survey of target voters, and then follow up with direct mail that is targeted to the issue interests of the specific voter, or use our WAM technology and phone callers (which has the added benefit of helping the candidate collect e-mail addresses) to call the voter about their specific interests.

A candidate can also use our non-interactive computer call technology to leave quick messages with a live respondent, or on a target voter's answering machine.

Finally, a candidate can use our IVR technology to quickly identify supporters for get-out-the-vote purposes, and then use our non-interactive computer call capability, or our WAM technology and callers, to help turn those voters out.

Broadcast media campaigns are expensive, and by nature must focus on lowest common denominator voter concerns. Our technologies make it possible to move towards an inexpensive, person to person campaign that focuses on the particular interests of each individual voter.

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COPY # _____

RECIPIENT _____

PEOPLE POWER AMERICA, LLC

BUSINESS PLAN

THIS BUSINESS PLAN CONTAINS PROPRIETARY BUSINESS INFORMATION AND IS CONFIDENTIAL. IT IS DELIVERED SOLELY TO ASSIST THE RECIPIENT TO EVALUATE A POSSIBLE BUSINESS RELATIONSHIP WITH THE COMPANY. IT MAY NOT BE REPRODUCED OR DISTRIBUTED WITHOUT THE PRIOR CONSENT OF THE COMPANY.

THE RECEIPT OF THIS BUSINESS PLAN CONSTITUTES THE AGREEMENT BY THE RECIPIENT TO PRESERVE THE CONFIDENTIALITY OF THE INFORMATION DISCLOSED, INCLUDING ANY SUPPLEMENTAL INFORMATION WHICH THE COMPANY MAY PROVIDE. ALTHOUGH THE COMPANY BELIEVES THAT THE INFORMATION PRESENTED IS ACCURATE AS OF THE DATE OF THE PLAN, THE COMPANY DOES NOT UNDERTAKE TO UPDATE ANY INFORMATION.

For more information, please contact Bret Schundler at 201-988-7756 or
bretschundler@comcast.net.

The date of this Business Plan is

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PEOPLE POWER AMERICA, LLC

People Power America, LLC (PPA) is a newly founded New Jersey limited liability company that will provide specialized services to organizations needing to coordinate volunteer phone banks to achieve their objectives.

History

People Power America was formed on April 1st, 2003 by Bret Schundler, the former mayor of Jersey City, NJ, and the 2001 Republican Nominee for Governor of New Jersey. (Biography attached as Appendix E.)

Approximately 30,000 New Jersey residents signed volunteer cards offering to assist Mr. Schundler's gubernatorial bid in 2001, but the campaign lacked the logistical ability to coordinate this large number of volunteers in an effective way.

This experience prompted Mr. Schundler to develop the technology and the support infrastructure necessary to enable organizations to coordinate volunteer phone bank operations in an extremely efficient and effective manner. It also led Mr. Schundler to develop new organizational strategies based upon the existence of this new capability that should be of particular value to political and issue advocacy campaigns.

Company Services

People Power America's basic service enables clients to make efficient and effective use of volunteers in what might be termed "distributed phone banking."

Using the internet, the client's volunteers go to its web site and enter their user name and password. This links the volunteer to People Power America's "Web Army Mobilization (WAM) System." The WAM System greets the volunteer by name and provides the volunteer with a simple description of the day's volunteer assignment, as well as extremely simple instructions. After the volunteer clicks on a button, the name of a "Prospect" whom the organization wants called comes up on the volunteer's computer screen together with the Prospect's telephone number and a script that has been customized by the campaign for that particular Prospect. The volunteer uses the script in calling the Prospect, clicks on the appropriate Response Boxes, and inputs successfully solicited data, such as the Prospect's e-mail address. This immediately up-dates the WAM System's record file with regard to that Prospect and e-mails the Prospect appropriate follow-up information from the client organization.

Improvements to be made to the WAM System will enable it to automatically track the Prospect's responses to the client organization, and when appropriate, to bring the Prospect's name back up after a set number of days for follow-up calling, linked with a new script that is tailored for the particular kind of follow-up that is warranted. Improvements will also enable the WAM System to track volunteer activity, and to provide automatic data analysis of both Prospect responses and of volunteer actions and response ratios.

People Power America is applying for a patent on its WAM System technology. But it is not the technology that People Power America is selling. It is the incredible ease of use and low-cost of its basic service that we believe will sell client organizations on using the WAM System to help coordinate their volunteer phone banks.

We believe that this initial business relationship will open up many additional revenue opportunities for People Power America, for instance: revenues from what might be called secondary services (e.g. specialized consulting, campaign web site design, database hosting, message board management, internet-based polling, and interactive voice response canvassing and messaging), and also revenues from the sale or rental of garnered e-mail addresses and voter data. And here in New Jersey, People Power America will also work to develop special revenue opportunities relating to volunteer recruitment and training, as described in the "Demonstration Projects" section of this document. If these special projects are successful, People Power America will seek to provide similar specialized services all across America. The revenue opportunities associated with this potential new market are substantial.

Basic Service Value

To understand the value that People Power America's WAM System can bring to a prospective client, it is useful to look at the alternatives facing such a prospect today. For instance, look at the alternatives facing political campaigns.

Political campaigns use phone banks for a variety reasons: to identify the issue interests of an individual so the campaign can target optimally persuasive messages to him or her; to actually communicate a specific message to specific voters; to identify a voter's ultimate candidate preference; and to encourage voters who support the campaign's candidate to get to the polls on Election Day.

Campaigns sometimes use paid phone banks for these purposes, sometimes use interactive-voice-response computer calling, and sometimes use volunteers. Paid phone banks are effective but are extremely expensive. For instance, paid phone canvasses to identify the issue interests of voters can cost upwards of \$3 per live-operator completed call. Interactive-voice-response computer calling is inexpensive, but most people hang up on computer calls, so only a small percentage of phone calls achieve their objective. Volunteer phone banks are inexpensive, but can be so logistically difficult to coordinate,

and so inconvenient for volunteers to participate in, that most campaigns use them only for limited purposes.

People Power America's WAM System makes coordinating effective volunteer phone banks extremely easy for a campaign, and makes participation in such phone banks extremely convenient for volunteers, at an extremely low cost to campaigns. While a single, 3-minute, paid, live-operator phone canvass of 75,000 prospective voters might cost a congressional campaign \$225,000, an effective volunteer canvass of 75,000 prospective voters using People Power America's WAM System would only cost the campaign \$6,250, and would allow these prospects to be called again and again by the campaign for a negligible extra cost. There is no need to explain why having the ability to call a prospect repeatedly for less than 10 cents is better than having to pay \$3 just to call a prospect once. But it would be worthwhile to contrast how difficult it is to coordinate volunteer phone banks today compared to how easy it becomes using People Power America's WAM System.

Presently, volunteer phone banks use call lists that are either torn apart and handed out several pages at a time to volunteers at a central location, or are divided up and mailed, e-mailed, or faxed out to volunteers to make phone calls from their homes. It takes campaigns a lot of effort to identify and reserve locations for centralized phone banking, and it also takes effort to schedule volunteers to work at these locations during specific hours. Additionally, it inconveniences volunteers to have to pre-schedule their volunteer time, and to have to drive to and from a central location. Finally, after the volunteers at a central location have completed their calling, it also takes effort for the campaign to input into its computers all of the return information that its volunteers have gleaned from voters during their calls. Of course, as cumbersome as this all is, coordinating dispersed phone calling by volunteers from their homes is even more difficult and problematic. The necessary mailing, e-mailing, or faxing of call lists takes an enormous amount of time and effort, as does the collection and inputting of return data. Additionally, some volunteers simply do not perform, with the result that many list sections never get phone called at all. Coordinating volunteer phone banks in these traditional ways is difficult and time consuming for campaigns, leading many to use paid phone banks even though the campaign has volunteer supporters who would like to help.

People Power America's WAM System makes coordinating effective volunteer phone banks as easy as pie. The campaign does not have to line up central locations where volunteers can make phone calls, does not have to schedule volunteers to call at a specific time, does not have to divide up and send out call lists, does not have to input return data, and does not have to worry about targeted voters not getting called because list sections end up being held by non-performing volunteers. Additionally, volunteers do not have to worry about scheduling their volunteer time or about having to work from a central location. Instead, all the campaign does is e-mail to People Power America the list of voters it wants contacted together with the script it wants its volunteers to use when contacting these voters. Its volunteers access the names of these targeted voters one at a time via the internet while making calls from their own homes at their own convenience. No list sections get held by non-performing volunteers. All return data is directly input

into the campaign's database on the same day it is gleaned. Follow-up e-mails to voters providing additional information can be sent out from the campaign by its volunteers with a simple mouse click and received by voters immediately.

People Power America's WAM System is to effective, easy to use, and inexpensive that we believe campaigns of all sizes will want to use it. In fact, we believe that many campaigns will contract for the service even when they do not plan to make extensive use of volunteers. Why? So they will be able, when supporters ask to volunteer, to have a ready, easy, effective and inexpensive way for such supporters to be able to do so.

The Size of the Political Market

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How potentially large is the political market for People Power America's WAM System?

According to _____ in the four years _____ political and issue advocacy organizations spent over \$650 million on live-operator and interactive-voice-response phone banking services, over \$50 million on web site design, data base hosting, and specialized software packages, and over \$5 billion on television, cable, radio, and direct mail voter contact efforts, not to mention countless other dollars in salary and benefits for Volunteer Coordinators and Field Staff who can be made much more productive with People Power America's WAM System at their disposal. Once People Power America's WAM System has enabled it to establish a business relationship with campaigns, we believe that the Company could quickly get a piece of the money in every one of the above categories, and may also be able to sell numerous additional campaign services quite successfully.

For instance, on-line polling has proven itself to be cheaper and more accurate than telephone-based polling. But telephone-based pollsters can easily get the telephone numbers of every household in a targeted area, while the e-mail addresses of individuals are not readily available. If candidates all along the political spectrum use WAM System volunteers to gather the e-mail addresses of voters (which campaigns will be inclined to do in the interest of decreasing their voter communications costs), People Power America will be able to build up an enormous inventory of e-mail addresses that will enable it to provide on-line polling services to campaigns. Indeed, these e-mail addresses can be a direct source of revenue.

As campaigns learn how incredibly impactful volunteers can become using the WAM System, we believe campaigns will begin working harder and harder to recruit volunteers for WAM System work, and that the use of the WAM System by campaigns, and the revenues realized by People Power America, will grow. It is a lot less expensive, and a lot more effective, for campaigns to e-mail voters text and video information about issues that are of personal interest to each individual voter, than it is for campaigns to pay for broadcast, cable, or direct mail advertising of lowest-common-denominator messages.

And in an era of declining voter turnout, what is important to campaigns is not support in public opinion polls, but support on Election Day at polling places. Accordingly,

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campaigns are starting to dedicate a higher and higher percentage of their dollars to grassroots organization and Election Day turnout. People Power America's WAM System is the ultimate person-to-person grassroots organizing tool. It provides a service, therefore, for which today's campaigns are tremendously hungry, and for which campaigns may be willing to dedicate more and more money as campaigns and volunteers learn how to use the system to its fullest potential.

Some Additional Markets

A service that makes it easy to coordinate effective volunteer phone banks has uses far beyond the political marketplace.

For instance, colleges all across America use alumni to contact fellow alumni when they raise funds for their endowments. People Power America's WAM System could be tremendously helpful to these efforts. Thus, every college is a potential client.

Issue advocacy organizations are also potential clients. Indeed, this is a huge potential market that People Power America is working to develop through its New Jersey Demonstration Projects.

Pricing Comparisons

People Power America is reviewing a schedule of fees (Appendix B) that we believe would make our basic and secondary services attractive to potential clients of all sizes, while guaranteeing that our variable costs are covered in a way that provides our investors high returns.

Appendix B1 compares our basic service prices to the price of conducting a 3-minute, paid, live-operator canvas of targeted prospects. To immediately provide you an idea of our pricing advantages, our total fees for a small campaign with no more than 3,000 prospects to be canvassed would like run approximately \$600, while a paid, live-operator canvas of 3,000 prospects would cost \$9,000. Our total fees for a statewide campaign with no more than 100,000 targeted prospects would likely run approximately \$7,500, while a paid, live-operator canvas of 100,000 prospect would cost \$300,000. (And note: our proposed pricing allows clients to re-contact prospects repeatedly for the negligible extra administrative costs associated with re-loading names and changing scripts.)

Start-Up Management, Operations, and Strategic Alliances

The Operating Agreement of the Company provides that the business and affairs of the Company will be managed under the direction and control of the Manager, who has full authority to act on behalf of the Company. ,Mr. Schundler will be the Manager of the Company. The Company plans to hire an experienced political professional as President

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of People Power America. This professional will manage People Power America day to day, subject to the direction and control of the Manager.

An estimated Start Up Budget is attached as Appendix A. Estimated Budgets for early year operations are attached as Appendix A1. We foresee People Power America's President and eventual Vice President as being principally focused upon managing non-salaried, 100% commission salespeople and as being frequently on the road. We foresee its Sales Associate / WAM Administrators as being principally focused upon servicing clients who need lists and scripts electronically up-loaded into the Company's WAM System (and, should business growth require, as overseeing part-time WAM Administrators who will be paid hourly wages to assist them). Together with a future Office Manager / Bookkeeper, these Sales Associate / WAM Administrators will oversee operations in the Central Office. The Company's future Technical Officer will likely be a part-time, contracted software designer.

To initiate operations, People Power America's President will visit with potential commission sales representatives and political consultants in Washington and elsewhere to recruit and train them as sales representatives. After the President has initiated this process, he or she will hire and train the Company's full-time Sales Associate / WAM Administrators, and later, a Vice President and an Office Manager / Bookkeeper. These Sales Associate / WAM Administrators do not need significant technical skills. Part-timers can very easily be trained to assist People Power America's full-timers when client demand requires. Assuming that the average client will only require approximately 10 minutes of service time a week, this skeletal staff should be enough to allow the Company to service over a thousand clients with just a few part-time Sales Associate / WAM Administrators providing assistance. And since the Company plans to charge clients for Administrator time, Administrator-related revenues will more than pay for their costs.

To minimize the time and costs connected with billing, the Company may require that its Star Up and Load Up Fees be paid up-front and received with each client Service Order. We do not anticipate client resistance to this requirement, as the cost of the Company's Basic Service is, again, extremely low.

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To provide what we have described as secondary services to its clients, People Power America has a strategic alliance with _____ If our sales force is able to sell a client the website design services of _____ or other services from vendors with which we may ally, People Power America will charge the allied vendor a finders fee, while leaving each vendor responsible for its own contracting, billing, and collections.

Marketing & Sales

As indicated above, People Power America will sell its basic and secondary services both directly and through a 100% commission sales force.

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The marketing message that People Power America will employ to sell its basic service is not that the service will eliminate all potential client needs for paid phone banks, but rather that PPA's service will enable a client to utilize volunteers in a way that keeps its volunteers happy while reducing the client's phone banking costs – potentially by a huge amount.

We see congressional campaigns as a particularly ready sales opportunity. Accordingly, in this first year of operations, People Power America will focus its marketing efforts upon U.S. Congresspersons and Senators, as well as upon their opponents.

Once this effort is fully in progress, People Power America will also work to line up additional commission sales representatives in the states to sell state and local political campaigns and advocacy organizations; line-up additional political consultants and list vendors as third-party sales representatives; gain high-profile, favorable mention in campaign industry publications; introduce its services at campaign-related trade shows; directly sell political races of all shapes and sizes here in New Jersey; and successfully line up a handful of high-profile university and non-profit clients.

Additionally, through its New Jersey Demonstration Projects, People Power America will endeavor to prove the value of its services to issue advocacy organizations.

Paper and on-line sales materials still need to be designed. But once our materials preparation work is done, we believe our commission sales representatives should be able to close many sales simply by telephoning a candidate's Campaign Manager or Volunteer Coordinator and following up with an e-mail of these sales materials. The reason for this is that the value of our basic service will be self-evident to many Campaign Managers – and the cost of our basic service is extremely low.

Early Year Revenue Targets

Early year revenue targets for basic service sales are attached as Appendices C-C2. These targets, which represent the Manager's estimates and are subject to many factors outside the Company's control, are based upon numerous assumptions. For instance, relative to our Basic Service revenues, we assume that we will be able to recruit the necessary full-time employees and commission sales representatives at the salary and commission levels that we have budgeted; that the use of the WAM System will achieve sufficient acceptance among political campaigns and other potential clients; that the Company will enter into a sufficient number of satisfactory contracts to generate enough revenue to meet operating expenses; that the New Jersey Demonstrations will be successfully completed; that there will be no material change in the existing political, fiscal or economic conditions that are material to the Company's revenues or costs; that "Do Not Call" Laws will not suddenly cover political and issue advocacy phoning and that there will be no material change in legislation or regulations or the administration thereof, or changes in technology or industry standards that will have an unexpected

effect on the Company's business; and that our vendors will perform without significant disruption to the Company's activities. If some or all of these assumptions are wrong, the Company will not be able to achieve these targets. In addition, the factors described in the Risk Factors attached to the Subscription Agreement being delivered along with this Business Plan could impair the Company's ability to achieve these targets. Because the revenue targets are subject to uncertainties, actual results will vary from the targets and those variations may be substantial.

That said, you will note that we are targeting net revenues of \$196,425 in this first year of operations, \$606,825 next year, and \$1,213,650 by our third year of operations.

Demonstration Projects

Issue advocacy campaigns of all varieties endeavor to get citizens to call their legislators in support of, or in opposition to, specific legislation. They do this because experience teaches that phone calls to legislators have impact. (Legislators know that if an advocacy organization can get the legislator's constituents to call him or her, the organization may be able to get these constituents to vote for or against the legislator.)

To drive these phone calls, many issue advocacy campaigns pay for radio and television advertising even though such advertising is expensive and typically does not generate a high number of constituent phone calls per dollar spent. Why do campaigns spend so much for this kind of advertising? The answer, for many, is that they lack grassroots organization. Money may be the only resource a particular campaign has.

To dramatically demonstrate how People Power America's services can potentially revolutionize issue advocacy in America, the Company plans to enter into contracts with New Jersey issue advocacy organizations pursuant to which these organizations will agree to use the WAM System and other services of the Company and to provide data and marketing and other assistance based on their experience with the WAM System to the Company in exchange for staff, technological, marketing and financial assistance. . The vast majority of this assistance will be provided to Empower The People, a 501(c)(4) citizens action organization founded by People Power America's Chairman, Bret Schundler, that is presently engaged in a campaign to pass amendments to the New Jersey State Constitution that would slow the growth of property taxes in New Jersey. People Power America will provide this help in the form of staff, technological and marketing assistance for which it will not charge and financial assistance in the amount of approximately \$40,000 which Empower The People will use to repay bank debt. The Company expects that this assistance will enable Empower The People to continue training thousands of New Jerseyans in the use of the WAM System.

New Jersey State Legislators will tell you that they rarely receive more than 20 constituent phone calls on any issue. It will be People Power America's goal to demonstrate that working with our WAM System, Empower The People can generate literally thousands of constituent phone calls to targeted State Legislators. Any system

able to increase constituent phone calls to legislators by 1000% will be of huge interest to issue advocacy campaigns throughout the United States.

The potential returns on this effort are speculative. But if our assistance is able to help Empower The People successfully pass its constitutional amendments, we believe that People Power America and its WAM System will be the focus of television and newspaper stories all across the country. The sales value of this media coverage would be greater than any advertising People Power America could ever pay for.

The United States Government did not spend a single dollar on marketing, yet every would-be world super power considered the atomic bomb a must-have weapon once its power was publicly demonstrated. Similarly, if People Power America demonstrates that its WAM System and specialized strategies can help to revolutionize issue advocacy, we believe its services will be in very high demand.

Use of Invested Funds

The Company expects to use funds from its first round of financing: 1) to reimburse or pay for certain costs associated with the start-up of this Company, such as the further development of People Power America's WAM technology, and the legal work necessary to prepare our investment offering, our client and vendor contracts, our copyright applications, and also additional patent application materials; 2) to cover certain costs associated with launching People Power America's revenue-producing operations, such as staff and office costs, the creation of marketing materials, and sales travel expenses; and 3) to help pay off approximately \$40,000 of Empower The People bank debt, and to cover certain other costs associated with its issue advocacy efforts.

Appendices A and A1 provide a more detailed breakdown of these costs. Appendix A2 provides a listing of People Power America Start-Up Expenses To Date.

Merger Discussion

Bret Schundler has been asked by a third-party if People Power America might be interested in merging with a several-year-old British on-line polling and market research firm that according to its Business Plan is currently earning several million pounds sterling of revenue. The possible benefits to the British firm of such a merger are that People Power America's commission sales representatives could sell its polling services, and the use of People Power America's WAM System could help the firm recruit it on-line respondent panels. The possible benefits to People Power America of such a merger are that it would increase People Power America's service line, and give its investors a slice of the market research profits this British firm could develop servicing commercial clients all across the United States.

People Power America may pursue this merger or other future merger opportunities that the Manager determines to be in the best interests of the Company and its members.

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